

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Ellery Homestyles, LLC		03/16/2006	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	Capital Factors LLC
Street Address:	1700 Broadway
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	LIMITED LIABILITY COMPANY:

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2796174	FEET SEAT
Serial Number:	78611803	AT EASE
Serial Number:	78483694	BOYFRIEND PILLOW
Serial Number:	78662584	ECLIPSE
Serial Number:	78483695	GIRLFRIEND PILLOW
Serial Number:	78623010	HEADS UP
Serial Number:	78378745	THE ELLERY 6 WAY PILLOW

CORRESPONDENCE DATA

Fax Number: (866)826-5420

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 3016380511

Email: ipresearchplus@comcast.net

Correspondent Name: IP Research Plus, Inc.

Address Line 1: 21 Tadcaster Circle

900044630

TRADEMARK
REEL: 003272 FRAME: 0633

CH \$190.00 2796174

Address Line 2: Attn: Penelope J.A. Agodoa
Address Line 4: Waldorf, MARYLAND 20602

NAME OF SUBMITTER: Penelope J.A. Agodoa

Signature: /pja/

Date: 03/20/2006

Total Attachments: 4
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PATENT ASSIGNMENT OF SECURITY INTEREST

WHEREAS, Ellery Homestyles, LLC, a limited liability company formed under the laws of New York, located at 295 Fifth Avenue, Suite 1212, New York, New York 10006 ("Borrower"), has adopted, used and is using the patents and patent applications shown in the attached Schedule A (the "Patents"), for which there are recordings or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Capital Factors LLC ("Factor") pursuant to (i) a certain Factoring Agreement, dated the date hereof, between Factor and Borrower and (ii) a certain Patent Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Factor (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and


WHEREAS, pursuant to the Agreements, Borrower is granting to Factor a security interest in the Patents, the goodwill of the business symbolized by the Patents, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Factor and grant to Factor a security interest in and to the Patents, together with the goodwill of the business symbolized by the Patents, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.


Borrower expressly acknowledges and affirms that the rights and remedies of Factor with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: March 14, 2006

ELLERY HOMESTYLES, LLC

By: 
Name: Budd S. Goldman
Title: Chief Executive officer

CAPITAL FACTORS LLC

By: 
Name: John A. Hendricksen
Title: Senior Vice President

STATE OF New York)
COUNTY OF New York) : SS.:

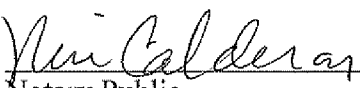
On this 14 day of March, 2006, before me personally came Budd S. Goldman, to me known, who, being by me duly sworn, did depose and say that s/he is the CEO of Ellery Homestyles, LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the members of said limited liability company.


Notary Public

Joselyn Fine
Notary Public, State of New York
No. 01FI6139884
Qualified in New York County
Commission Expires 1/17/2010

STATE OF New York)
COUNTY OF New York) : SS.:

On this 13 day of March, 2006, before me personally came John A. Hendrickson, to me known, who, being by me duly sworn, did depose and say that s/he is the Senior V.P. of Capital Factors LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the members of said limited liability company.


Notary Public

NERI M. CALDERON
Notary Public, State of New York
No. 01CA6118625
Qualified in Kings County
Commission Expires Nov. 15, 2008

SCHEDULE A

Schedule A to a Patent Assignment of Security dated March 14, 2006, by and between Ellery Homestyles LLC and Capital Factors LLC.

Patent	Cty	Status	App No	File Date	Reg No	Reg Date	Renewal
Fabric Panel Adaptable as Drape, Curtain, Shade and Valance.	US	Pending	11/177,109	08-Jul- 2005			